



BellSouth Telecommunications, Inc.
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RECEIVED

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TN REGULATORY AUTHORITY
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Hon. Sara Kyle, Chairman
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37238

Re: *BellSouth Telecommunications, Inc.'s Entry Into Long Distance
(InterLATA) Service in Tennessee Pursuant to Section 271 of
the Telecommunications Act of 1996*
Docket No. 97-00309

Dear Chairman Kyle:

Enclosed are pages 85 through 87 of the Rebuttal Testimony of Al Varner. These pages include Covad proprietary information. This testimony is submitted subject to the terms of the Protective Order in this proceeding. Copies of the enclosed are being provided to counsel of record, except Mr. Isar who has requested that he not be provided with proprietary information.

Very truly yours,

Guy M. Hicks

GMH:ch

cc: William Weber, Esquire
Andrew Isar, Esquire